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Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

Federal Communications Commission
Office of the Secretary

In re Applications of)
CAPROCK EDUCATIONAL BROADCASTING)
FOUNDATION) BTCED-891003GG
For Transfer of Control, KAMY(FM),)
Lubbock, TX, and)
KLMN(FM), Amarillo, TX)

**CONSOLIDATED OPPOSITION TO
PETITION TO DENY AND INFORMAL OBJECTION**

Caprock Educational Broadcasting Foundation ("Caprock"), by its counsel, herewith submits its opposition to the Petition to Deny and Informal Objection to the applications for transfer of control of KAMY(FM), Lubbock, TX and KLMN, Amarillo, TX, filed by Williams Broadcast Group ("Williams"). In support whereof, the following is stated:

1. As discussed in Williams' Petition to Deny and Informal Objection, Mr. T. Kent Atkins and his wife, Mary Helen Atkins, seek to resign from the Board of Directors of Caprock. In the past, the Commission has permitted such applications to be filed on FCC Form 316. If directed to do so, Caprock will submit FCC Form 315.

2. As discussed by Williams, in its petition, it filed a Petition to Deny the Caprock construction permit application for KAMY, Lubbock, TX. In the petition, Williams alleged, among other things, that Mr. Atkins was involved in unauthorized preconstruction at a site other than that authorized in the Caprock construction permit but for which an application for modification of construction was pending. Mr. Atkins

acknowledged his mistake but stated that he had not intentionally violated the Commission's Rules. Williams countered with an allegation that Mr. Atkins had evidenced a pattern of violation of the Rules by preconstructing KLMN in Amarillo, TX. Caprock admits that Mr. Atkins violated the rule but does not agree that he did so intentionally. The fact that he violated the rule twice does not prove willfulness but merely confirms his ignorance of proper procedure.

3. Since Caprock is a foundation, dependent on the contributions of citizens, undersigned counsel advised Mr. Atkins that he may have a fiduciary duty to his supporters to tender his resignation due to the above circumstances. While Mr. Atkins states that he did not willfully violate the rules, the fact is that he did make mistakes which place in jeopardy the funds of the Caprock contributors. While this was a very difficult emotional decision for him (the call letters KAMY were derived from his daughter's name: Amy), Mr. Atkins agreed to step down from his position on advice of counsel. His wife agreed to step down with him.

4. While Caprock acknowledges the dilemma it finds itself in as a result of the serious allegations which have been made by Williams, Caprock believes that a grant of the instant applications would serve the public interest. In the first place, Mr. Atkins will not benefit from the instant transfer of control. No monetary or other consideration is being afforded him. Thus the policy of withholding transfer of control where the transferor has been accused of wrongdoing should not apply here. (The policy is not a strict legal requirement as

recognized by the Commission's "distress sale" policy). Furthermore, the public would be served since a grant of the transfer would assist in protecting the interests of contributors.

5. Denial of the transfer application would go only to serve the interests of Williams. According to Williams, at p. 2 of its petition, "KJAK and KAMY [would] compete for potential listeners in the Slaton/Lubbock area." Williams desires to keep competition out of its service area: a private interest.

6. In conclusion, a grant of the instant applications for transfer of control of Caprock would serve the public interest. To the extent that Mr. Atkins may have been involved in any wrongdoing, he is being removed from his position with Caprock, and he is receiving no compensation for his withdrawal. Furthermore, the interests of the Caprock contributors may be protected by the removal of Mr. Atkins to the extent that he may have been involved in any wrongdoing. In contrast, only the competitive interests of Williams would be served by a denial of the application.

WHEREFORE THE PREMISES CONSIDERED. it is respectfully

CERTIFICATE OF SERVICE

James L. Oyster hereby certifies that he has sent a copy of